

Minutes taken at the Extraordinary
General Meeting (EGM) of NCC
AB, Corp. Reg. No. 556034-5174,
on Thursday, November 12, 2020
at 12:30 p.m. CET

§ 1

The EGM was called to order by the Chairman of the Board Alf Göransson.

§ 2

The EGM elected, in accordance with the Board of Directors' proposal, Alf Göransson as the Chairman of the Meeting.

The Chairman entrusted Ann-Marie Hedbeck, General Counsel of NCC AB, to be the secretary of the EGM and to take the minutes of the meeting.

It was noted that the EGM was carried out pursuant to Sections 20 and 22 of the Swedish Act on Temporary Exemptions to Facilitate the Execution of General Meetings in Companies and Associations (2020:198), meaning that the shareholders may only exercise their voting rights in advance (postal voting).

Presentation of the results of postal voting concerning the items on the agenda covered by postal votes, *Appendix 1*, containing information that is stated in Section 26 of the above-stated Act (2020:198). It was noted that no shareholder has expressed their wish that a resolution on one or more items be deferred to a later general meeting.

§ 3

The EGM resolved that, in addition to the Chairman, today's minutes were to be verified by Simon Blecher, representing Carnegie Funds, and Peter Guve, representing AMF Pension.

§ 4

The EGM resolved, with the required majority, to approve the list, *Appendix 2*, with the number of shares (Series A: 10,601,431 and Series B: 50,658,816) and voting rights (156,673,126) specified therein, as the list of shareholders entitled to vote at the EGM.

§ 5

The EGM resolved to approve the agenda proposed in the notification.

§ 6

The Secretary presented the procedure for notifying shareholders of the EGM. The notice convening the EGM, *Appendix 3*, was published in *Post- and Inrikes Tidningar* and on NCC's website on October 9, 2020. It was also advertised in *Dagens Nyheter* and *Svenska Dagbladet* on the same date.

The EGM resolved that the EGM had been duly convened.

§ 7

The Board of Directors' proposal for dividends to the shareholders is available in full in the notice convening the EGM, *Appendix 3*, and has been available at the company's head office and on the company's website since October 9, 2020, together with all prescribed documentation pursuant to Chapter 18, Section 4 and Chapter 18, Section 6 of the Swedish Companies Act, *Appendices 4-5*.

In accordance with the Board's proposal, the EGM resolved to pay a dividend of SEK 2.50 per share and to set the record date for receiving the dividend at November 16, 2020.

§ 8

The Board's proposal concerning an addendum to the Articles of Association is contained in the notice convening the EGM, *Appendix 3*.

The EGM resolved to approve the Board's proposal for the addendum to the Articles of Association.

It was noted that the resolution was supported by shareholders representing at least two-thirds of both the votes cast and the shares represented at the EGM.

The Articles of Association in its new wording is defined in *Appendix 6*.

§ 9

The Chairman declared the EGM closed.

Verified by:

Alf Göransson
Chairperson

Simon Blecher

Minutes:

Ann-Marie Hedbeck

Peter Guve